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200 N.E., 4TH AVENUE
OKEECHOBEE, FLORIDA 34972

October 24, 2000

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Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: ~~Brenner Construction, Inc.~~

Dear Sir or Madam:

Enclosed herewith please find the fully executed Articles of Incorporation and Designated Registered Agent in the reference to the above-named corporation, together with our check in the amount of \$70.00 to cover the filing fee.

We have enclosed an additional copy of the Articles with a self-addressed, stamped envelope for you to return to our office. Please file and return to this office at your earliest convenience.

Thank you in advance for your cooperation.

Sincerely,



Colin M. Cameron

CMC:cb

Enclosures

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W00-25956

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 27, 2000

COLIN M. CAMERON, ESQUIRE
200 N.E. 4TH AVENUE
OKEECHOBEE, FL 34972

SUBJECT: BRENNER CONSTRUCTION., INC.
Ref. Number: W00000025956

We have received your document for BRENNER CONSTRUCTION., INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 500A00056230

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

OF

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PHILLIP E. BRENNER CONSTRUCTION, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this Corporation is: PHILLIP E. BRENNER CONSTRUCTION, INC.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To operate any legal business not subject to regulation by federal, state or local government, entity or agency.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND (1,000). Such shares shall be of a single class, and shall have \$10.00 par value.

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

The address of the initial registered office and principal address of the Corporation is: 4032 SE 28th Street, Okeechobee, FL 34974 and the name of its initial resident agent is: Sherri Brenner.

ARTICLE VI

The corporation shall have two (2) officers and two (2) directors initially. The name and address of the initial officers and directors who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

PHILLIP BRENNER
President, Secretary and Director
4032 SE 28th Street
Okeechobee, FL 34974

SHERRI BRENNER
Vice President, Treasurer and Director
4032 SE 28th Street
Okeechobee, FL 34974

ARTICLE VII

Directors - Removal by Stockholders. The Stockholders shall have the right at any regular meeting, or at any special meeting called for such purpose, to remove any director of the corporation with or without cause.

ARTICLE VIII

Directors - Indemnification. The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE IX

Stockholders meetings. The presence, at any stockholders meeting, in person or by proxy, of persons entitled to vote a majority of the shares of the Corporation then issued and outstanding shall constitute a quorum for the transaction of business.

The affirmative vote of a majority of the outstanding shares present at any meeting of the Corporation shall be sufficient to authorize any act of the corporation.

ARTICLE X

Directors Meetings. A Majority of the authorized number of directors shall constitute a quorum of the Board of Directors for the transaction of business.

The consent of a majority of the directors present at any meeting shall be required to constitute any act or decision of the Board of Directors.

ARTICLE XI

The name and address of the Incorporator is: Phillip Brenner, 4032 SE 28th Street, Okeechobee, FL 34974.

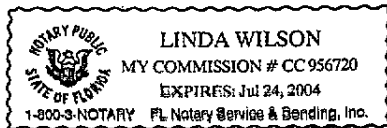
EXECUTED this 10th day of November, 2000

Phillip E Brenner
PHILLIP BRENNER

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The foregoing instrument was subscribed and acknowledged before me this 10th day of November, 2000, by Phillip Brenner, who is personally known to me or who provided Florida Drivers License as identification.

Linda Wilson



LINDA WILSON
NOTARY PUBLIC
My commission expires:

PHILLIP E. BRENNER CONSTRUCTION, INC.

DESIGNATION OF REGISTERED AGENT

Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May be Served.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First - Phillip E. Brenner Construction, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at City of Okeechobee, State of Florida, has named Sherri Brenner, located at 4032 SE 28th Street, Okeechobee, State of Florida, 34974 as its agent to accept service of process within Florida.

PHILLIP E. BRENNER CONSTRUCTION, INC.

By: Phillip E Brenner
Phillip Brenner, President

Date: 11-10-00

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Sherri Brenner
Sherri Brenner, Resident Agent

Date: 11-10-00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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